FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |  |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Last) C/O PTC   | me and Address of Reporting Person*  wels Eric  (First) (Middle)  PTC THERAPEUTICS, INC.  CORPORATE COURT |  |   | <u>PT</u> | Issuer Name and Ticker or Trading Symbol     PTC THERAPEUTICS, INC. [ PTCT ]  3. Date of Earliest Transaction (Month/Day/Year) 01/06/2021 |   |   |        |  |                    |   |                | (Che  | Relationship of Reporting Person(s) to Issuer eck all applicable)  Director 10% Owner X Officer (give title below) below)  Chief Business Officer |   |   |  | wner                                  |  |
|--|---|--|---|-----------|---|---|---|--------|--|--------------------|---|----------------|---|---|---|---|--|---------------------------------------|--|
| (Street) SOUTH PLAINFIELD  (City) (State) (Zip)  |   |  |   | 4. II     | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |   |        |  |                    |   | Line           | Individual or Joint/Group Filing (Check Applicable ne)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |   |   |   |  |                                       |  |
|  | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned                          |  |   |           |   |   |   |        |  |                    |   |                |   |   |   |   |  |                                       |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)  |   |  |   |           | Execution Date,   |   | 3. 4. Securi<br>Transaction Disposed<br>Code (Instr. 5) |        |  |                    |   |                | es<br>ally<br>Following   | Form<br>(D) or  |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |                                       |  |
|  |   |  |   |           |   |   |   | Code V |  | Amount             | mount (A) or (D)  |                | Price   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  |   |   |  | (Instr. 4)                            |  |
| Common Stock 01/06/3   |   |  |   |           | /2021   |   | A   |        | 10,200   | 0 <sup>(1)</sup> A |   | \$0            | 37  | ,280  |   | D   |  |                                       |  |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |   |           |   |   |   |        |  |                    |   |                |   |   |   |   |  |                                       |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security                                     | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution D<br>if any<br>(Month/Day | Date, T   | 4.<br>Transactio<br>Code (Inst<br>8)  |   | n of  |        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                | curity  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)   | 9. Number<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | ly  | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |   |  |   |           | Code  | v | (A)   | (D)    | Date<br>Exercisab  |                    | Expiration<br>Date  | Title          | OI<br>No  | umber   |   |   |  |                                       |  |
| Stock<br>Option<br>(Right to<br>Buy)   | \$66.49   | 01/06/2021                                 |   |           | A   |   | 59,500  |        | (2)  | O                  | 1/05/2031   | Commo<br>Stock | n 5   | 9,500   | \$0   | 59,500  | )  | D                                     |  |

## **Explanation of Responses:**

- 1. Restricted stock units granted on January 6, 2021 that vest in four equal installments over four years, commencing on January 6, 2022.
- 2. This option was granted on January 6, 2021, and vests over four years, with 25% of the shares underlying the option vesting on January 6, 2022, and an additional 6.25% of the original number of shares underlying the option vesting at the end of each successive three-month period thereafter, beginning on April 6, 2022.

/s/ Avraham S. Adler, attorney-

in-fact

01/08/2021

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.